UNITED STATES DISTRICT COURT FOR THE DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA,

Plaintiff,

v.

CHANCELLOR MEDIA CORPORATION

and

WHITECO INDUSTRIES, INC.

and

METRO MANAGEMENT ASSOCIATES

Defendants.

Civil Action No. 1:98CV02876 Judge Colleen Kollar-Koetelly

MOTION FOR ENTRY OF STIPULATION AND ORDER

Plaintiff moves the Court for entry of the Stipulation and Order filed today in this civil antitrust merger case on the following grounds:

1. Plaintiff filed a Complaint today challenging a proposed acquisition by Chancellor Media Corporation ("Chancellor") of Whiteco Industries, Inc. and Metro Management Associates (collectively "Whiteco"). At the same time, plaintiff filed a proposed Final Judgment that would settle the claims in the Complaint by requiring the divesture of certain assets by the defendants.

2. In the Stipulation and Order, defendants have agreed to abide by and

comply with all the terms and provisions of the proposed Final Judgment pending its

entry after compliance with the requirements of the Antitrust Procedures and Penalties

Act, 15 U.S.C. § 16. Defendants also have agreed not to consummate their transaction

before the entry of the Stipulation and Order.

3. Defendants have authorized plaintiff to state that they concur in this

motion.

4. Plaintiff now moves for entry of the Stipulation and Order to permit the

defendants to consummate their transaction.

Dated: November 25, 1998

Respectfully Submitted,

Renée Eubanks

U.S. Department of Justice Antitrust Division Merger Task Force

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